

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11  
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DELPHI CORPORATION, et al. : Case No. 05-44481 (RDD)  
:  
Debtors. : (Jointly Administered)  
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**ORDER DENYING MOTION TO MODIFY OCTOBER 13, 2005 ORDER AND TO  
COMPEL DELPHI CORPORATION TO ADVANCE LEGAL FEES AND COSTS**

Upon the Motion Of Creditors/Interested Parties John Blahnik, Paul Free, Milan Belans, Laura Marion, Peter Janak, And Cathy Rozanski To Modify October 13, 2005 Order, And To Compel Delphi Corporation To Advance Legal Fees and Costs ("Advancement Motion") (Docket No. 5354), dated October 18, 2006; and upon the objection to the Advancement Motion filed on November 22, 2006 by Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors") (Docket No. 5780); and upon the objection to the Advancement Motion of the Official Committee of Equity Security Holders (Docket No. 5754), dated November 22, 2006; and upon the record of the hearing held on the Advancement Motion; and it appearing that proper and adequate notice of the Advancement Motion has been given and that no other or further notice is necessary; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Advancement Motion is DENIED in all respects.

Dated: New York, New York  
December 21, 2006

/s/Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE